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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

ORACLE USA, INC., *et al.*,  
Plaintiffs,  
v.  
SAP AG, *et al.*,  
Defendants.

CASE NO. 07-CV-01658 PJH (EDL)

**DECLARATION OF BREE HANN IN  
SUPPORT OF PLAINTIFFS'  
ADMINISTRATIVE MOTION TO  
PERMIT PLAINTIFFS TO FILE  
UNDER SEAL INFORMATION  
SUPPORTING ORACLE'S  
OPPOSITION TO DEFENDANTS'  
MOTION TO COMPEL**

Case No. 07-CV-01658 PJH (EDL)

1 I, Bree Hann, declare:

2 1. I am an attorney at law licensed to practice in the State of California and  
3 before this Court, and a partner at Bingham McCutchen LLP, counsel of record for plaintiffs  
4 Oracle USA, Inc., Oracle International Corporation, Oracle EMEA Limited, and Siebel Systems,  
5 Inc. (together, “Oracle” or “Plaintiffs”) in this action. I have personal knowledge of the facts  
6 stated below by virtue of my representation of Oracle in this action, and, if called as a witness,  
7 could competently testify as to them.

8 2. Pursuant to Civil Local Rule 79-5 and the stipulated Protective Order entered  
9 on June 6, 2007 in this case, I make this Declaration in support of Plaintiffs’ Administrative  
10 Motion to Permit Plaintiffs to File Under Seal Information Supporting Oracle’s Opposition to  
11 Defendants’ Motion to Compel (“Administrative Motion”).

12 ***Defendants’ Confidential Information***

13 3. At SAP AG, SAP America, Inc., and TomorrowNow, Inc.’s (together,  
14 “Defendants”) request, Oracle’s Administrative Motion asks that the Court order the sealing of  
15 the information identified in Paragraph 4 below. The requested relief is necessary and narrowly  
16 tailored to protect the alleged confidentiality of the materials put at issue by Plaintiffs’  
17 Opposition to Defendants’ Motion to Compel (“Opposition”) until such time as Defendants may  
18 submit a declaration in accordance with Civil Local Rule 79-5(d), and the Court makes a final  
19 ruling as to confidentiality of the relevant subject matter.

20 4. Specifically, Defendants have requested that Oracle seal: Portions of the  
21 Declaration of Zachary J. Alinder in Support of Oracle’s Opposition to Defendants’ Motion to  
22 Compel (“Alinder Decl.”) at ¶ 13 and Exhibit H thereto.

23 ***Oracle’s Confidential Information***

24 5. Through the Administrative Motion, Plaintiffs also request an order from the  
25 Court sealing Oracle’s confidential information filed in support of Oracle’s Opposition.

26 6. I have reviewed the documents identified as Exhibits F, G, K, L, P, DD, and  
27 EE to the Alinder Declaration; the specified portions of the Declaration of Jason Rice in Support  
28 of Oracle’s Opposition to Defendants’ Motion to Compel (“Rice Declaration”); and the

1 Declaration of Buffy Ransom in Support of Oracle's Opposition to Defendants' Motion to  
 2 Compel ("Ransom Declaration") and the exhibits thereto. Each of these documents contains  
 3 nonpublic, commercially-sensitive, private and confidential information, the disclosure of which  
 4 would create a risk of significant competitive injury and particularized harm and prejudice to  
 5 Oracle.

6 7. Oracle has narrowly tailored its request by only requesting redaction or  
 7 sealing of the specific documents and information which contain the most commercially-  
 8 sensitive, private and confidential information. For example, Oracle has not moved to seal lines  
 9 or paragraphs pulling limited information from the Exhibits it proposes to seal below, and  
 10 instead has only moved to seal the complete documents, which, as a whole, can cause  
 11 competitive injury or harm as described in ¶ 7 (a)-(e). The documents and information for which  
 12 Oracle does request filing under seal are detailed as follows, and contain the specified types of  
 13 confidential, private and commercially-sensitive information justifying their protection under the  
 14 sealing rules of this Court, including Rule 26(c), Local Rule 79-5, and the Court's Standing  
 15 Order Involving Sealed or Confidential Documents:

- 16 a) Rice Declaration at Paragraph 3, lines 12-17 and Paragraph 6, lines 9-18: These portions  
 17 of the Rice Declaration contain non-public, commercially-sensitive and confidential  
 18 technical details regarding the manner in which Oracle's software and support materials  
 19 are coded, associated, and maintained within Oracle's customer support databases as well  
 20 as technical details about the functionality of Oracle's customer support databases.  
 21 Disclosure of such information could grant Oracle's competitors, partners, customers,  
 22 and other interested parties insight into Oracle's operations that would provide them with  
 23 an unfair competitive advantage with respect to current and future operations and  
 24 negotiations. Accordingly, disclosure of such confidential information would create a risk  
 25 of significant competitive injury and particularized harm and prejudice to Oracle.
- 26 b) Ransom Declaration at Paragraph 9, lines 18-25 and Exs. A & B: This portion of the  
 27 Ransom declaration and the accompanying exhibits contain non-public, commercially-  
 28 sensitive and confidential information regarding terms of a customer's license

1 agreements, commercially-sensitive and confidential technical details regarding the  
 2 manner in which Oracle's software and support materials are coded, associated, and  
 3 maintained within Oracle's customer support databases, as well as technical details about  
 4 the functionality of Oracle's customer support databases. Disclosure of such information  
 5 would grant Oracle's competitors and other interested parties insight into Oracle's  
 6 internal strategy and customer relationships that would provide them with an unfair  
 7 competitive advantage with respect to current and future operations and negotiations.  
 8 Accordingly, the disclosure of this information would create a risk of significant  
 9 competitive injury and particularized harm and prejudice to Oracle.

10 c) Exhibits F & G to the Alinder Declaration: These Exhibits contain, respectively, an  
 11 excerpt from a document Bates-labeled TN-OR04217886 and a complete version of TN-  
 12 OR04217886. These Exhibits contain non-public, commercially-sensitive, and  
 13 confidential technical details regarding software and support materials that Oracle creates  
 14 for its customers, as well as technical details regarding the manner in which Oracle's  
 15 software and support materials are coded, associated, and maintained within Oracle's  
 16 customer support databases. These Exhibits contain documents originally produced by  
 17 Defendants, but the documents are compilations of detailed information from Oracle's  
 18 Customer Connection website, which are not publicly available. Disclosure of such  
 19 information would grant Oracle's competitors, partners, and other interested parties  
 20 insight into Oracle's operations and products that would provide them with an unfair  
 21 competitive advantage with respect to current and future operations and negotiations.  
 22 Accordingly, disclosure of such confidential information would create a risk of  
 23 significant competitive injury and particularized harm and prejudice to Oracle.

24 d) Exhibits K & L to the Alinder Declaration: These Exhibits contain, respectively, an  
 25 excerpt from a document bates labeled TN-OR01502369 and a complete version of TN-  
 26 OR01502369. These Exhibits contain non-public, commercially-sensitive, and  
 27 confidential technical detail regarding software and support materials that Oracle creates  
 28 for its customers, as well as technical details regarding the manner in which Oracle's

software and support materials are coded, associated, and maintained within Oracle's customer support databases. These Exhibits contain documents originally produced by Defendants, but the documents are compilations of detailed information from Oracle's Customer Connection website, accessible only to Oracle's customers. Disclosure of such information would grant Oracle's competitors, partners, and other interested parties insight into Oracle's operations that would provide them with an unfair competitive advantage with respect to current and future operations and negotiations. Accordingly, disclosure of such confidential information would create a risk of significant competitive injury and particularized harm and prejudice to Oracle.

e) Exhibit P to the Alinder Declaration: Exhibit P contains a series of documents produced by Oracle in this litigation which contain non-public, commercially-sensitive, and confidential technical detail regarding software and support materials that Oracle creates for its customers, as well as technical details regarding the manner in which Oracle's software and support materials are coded, associated, and maintained within Oracle's customer support databases. Disclosure of such information would grant Oracle's competitors, partners, and other interested parties insight into Oracle's operations that would provide them with an unfair competitive advantage with respect to current and future operations and negotiations. Accordingly, disclosure of such confidential information would create a risk of significant competitive injury and particularized harm and prejudice to Oracle.

f) Exhibits DD and EE to the Alinder Declaration: These Exhibits to the Alinder Declaration contain non-public, commercially-sensitive and confidential technical detail regarding the structure and use of Oracle's customer support databases, as well as technical details regarding the manner in which Oracle's software and support materials are coded, associated, and maintained within Oracle's customer support databases. Disclosure of such information would grant Oracle's competitors, partners, and other interested parties insight into Oracle's operations that would provide them with an unfair competitive advantage with respect to current and future operations and negotiations.

1 Accordingly, disclosure of such confidential information would create a risk of  
2 significant competitive injury and particularized harm and prejudice to Oracle.  
3

4 I declare under the laws of the United States and the State of California that the  
5 foregoing is true and correct and that this Declaration was executed on January 5, 2010, in San  
6 Francisco, California.

7  
8  
9 /s/ Bree Hann  
Bree Hann